

3/11

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK  
GUANGZHOU CSSC - OCEANLINE - GWS  
MARINE ENGINEERING CO., LTD.,

Plaintiff,

- against -

UNIVAN SHIP MANAGEMENT LIMITED  
WISEBERG HOLDINGS LTD., AND  
EWANTAS OIL SDN BHD.

Defendants

Case No. 08 CV 6299 (LAK)

**AFFIDAVIT OF CAPT. C.A.  
VANDERPERRE IN  
SUPPORT OF  
DEFENDANT'S MOTION  
TO VACATE  
ATTACHMENT**

Captain C.A. Vanderperre, being duly sworn, deposes and says pursuant to the penalties of perjury under the laws of the United States of America:

1. I am a Director for Defendant UNIVAN SHIP MANAGEMENT LIMITED ("Univan"). I have been involved in the commercial operation of ocean-going vessels for \_\_\_ years, and make this Declaration in Support of Defendant's Motion to Vacate Attachment based on personal knowledge and a review of the underlying documents, except for those matters stated to be upon information and belief, and as to those matters I believe them to be true.

2. Univan is a ship management company organized under the laws of Hong Kong, China, that provides assistance to the owners of ocean-going vessels in managing their vessels. Univan does not own any vessels. Ship management companies are common in the maritime industry and I believe it is widely recognized in that industry that ship management companies are operating on behalf of ship-owning principals.

3. Univan is wholly owned by the Vanlink Group Limited, of the British Virgin Islands. The Directors of Univan are myself and Yick Kuen Lo. Attached hereto as Exhibit 1 is a true and correct copy of the publicly-available 2008 Univan Annual Return filed in Hong Kong.



C. Poomthongtrae  
Reg. No. / ทะเบียนเลขที่ 304/2546

Commission Expires / ทะเบียนหมดอายุ  
Date / วันที่ 01 AUG 2009

19100226 v1



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4. Univan has offices at Suite 801, 8th Floor, Asian House, 1 Hennessey Rd., Wanchai, Hong Kong. These offices are not shared with the other Defendants to this action, WISEBERG HOLDING LTD. ("Wiseberg"), and/or EWANTAS OIL SDN BHD. ("Ewantas"). Neither Wiseberg nor Ewantas share ownership, management, office space, addresses, directors, employees telephone numbers telefax numbers, and/or email addresses with Univan.

5. Univan acted as technical manager for Wiseberg Holdings in arranging for the dry-docking of M/T DIANA, an ocean-going tanker owned by Wiseberg, at a facility owned by Plaintiff GUANGZHOU CSSC - OCEANLINE - GWS MARINE ENGINEERING CO., LTD. ("Plaintiff"). In doing so, Univan was acting as agent only.

6. The correspondence between Univan and Plaintiff shows that Plaintiff was aware at all times that Univan was acting as agent only for the owner, whose identity was disclosed to Plaintiff on numerous occasions and is easily ascertainable. For example, the November 24, 2007, email from Univan to Plaintiff confirming that the dry-dock was booked states:

We are pleased to inform you that the owners have send [sic] their confirmation for booking the dry dock space for the subject vessel at [Plaintiff's dry-dock facility].

Furthermore, the November 24, 2007, email was signed by Univan as "Univan Ship Management As Agent Only". Attached hereto as Exhibit 2 is a true and correct copy of the November 24, 2007, email from Univan to Plaintiff

7. Plaintiff was aware that Univan was acting for owner, and responded to the above email on November 26, 2007, asking that Univan "kindly inform owner that we accept their firm booking order . . .". Attached hereto as Exhibit 3 is a true and correct copy of the November 26, 2007, email.

8. Univan did not at any time issue to Plaintiff a guarantee of payment for the work preformed by Plaintiff on M/T DIANA.

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19100226 v1



*C. Pannathong*  
Reg. No./ ทะเบียนเลขที่ 304/2546

Commission Expires / ทะเบียนหมดอายุ

Date / วันที่ 01 AUG 2009



9. I am unfamiliar with any business entity named "Ewantas Oil Sdn Bhd." and do not believe that entity, if it exists, has any involvement in the instant matter.

10. Upon information and belief, Plaintiff's references to "Ewantas Oil" in the Verified Complaint apparently refers to Kwantas Oil Sdn Bhd., ("Kwantas Oil").

11. Upon information and belief, Kwantas Oil is a publicly traded entity on the Kuala Lumpur, Malaysia, stock exchange. Kwantas Oil is not owned or controlled by Univan and Univan has no equity position in Kwantas Oil or any of its affiliated companies.

12. I understand that Kwantas Oil and Wiseberg have a commercial relationship and that Kwantas remitted certain sums in relation to the dry-dock invoice at issue, but I do not know the exact nature of this relationship.

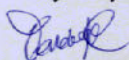
13. Kwantas Oil does not hold or transfer monies on behalf of Univan.

14. Kwantas Oil has never made a payment on behalf of Univan.

15. Univan and Kwantas Oil have no common ventures, are not partners in any business organizations anywhere in the world, are not affiliated in any way, and Kwantas Oil does not hold any assets belonging to Univan.

I declare under penalty of perjury of the law of the United States that the foregoing is true and correct.

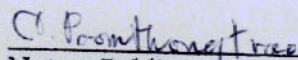
Dated: Bangkok, Thailand  
July 21, 2008



CAPT. C.A. VANDERPERRE



Subscribed and sworn to before me this 21st Day of July, 2008

  
Notary Public

Reg. No./ ทะเบียนเลขที่ 304/2546

Commission Expires / ทะเบียนหมดอายุ

Date / วันที่ 01 AUG 2009





Reg. No.304/2546

หนังสือรับรอง

## CERTIFICATE

หนังสือรับรองฉบับนี้ให้ไว้เพื่อแสดงว่า

This is to certify that

นายพคุณ พุ่มทองตรู

**Mr. Noppakoon Poomthongtroo**

ใบอนุญาตให้เป็นทนายความเลขที่ 5232/2529

an Attorney at Law, License No. 5232/2529

ได้รับการขึ้นทะเบียนเป็นทนายความผู้ทำคำรับรองลายมือชื่อและเอกสาร

has been registered as a Notarial Services Attorney qualified to certify signatures and documents

ตามข้อกำหนดว่าด้วยการขึ้นทะเบียนเป็นทนายความผู้ทำคำรับรอง

ลายมือชื่อและเอกสาร พ.ศ. 2546

pursuant to the Regulations on Registration as an Attorney Qualified to Certify Signatures and Documents B.E. 2546

หนังสือรับรองฉบับนี้มีผลถึงวันที่ 1 สิงหาคม 2552

This Certificate is valid until August 1, 2009

ให้ไว้ ณ วันที่ 12 มิถุนายน 2550

Given on June 12, 2007



Certified True Copies

*N. Poomthongtroo*  
(Mr. Noppakoon Poomthongtroo)

นายบุญมา เตชะวณิช

ผู้อำนวยการ

**Mr. Boonma Tejavanija**

Director

สำนักงานทะเบียนแบบการรับรองลายมือชื่อและเอกสาร สภาทนายความ

The Registry of Signatures and Documents Attestation Lawyers Council of Thailand



Reg. No. / ทะเบียนเลขที่ 304/2546

Commission Expires / ทะเบียนหมดอายุ

Date / วันที่ 01 AUG 2009



# Exhibit 1



公司註冊處  
Companies Registry

周年申報表  
Annual Return

(《公司條例》第107(1)條)  
(Companies Ordinance s. 107(1))

表格  
Form **AR1**

重要事項 Important Notes

- 填表前請參閱《填表須知》。  
請用黑色墨水列印。
- Please read the accompanying notes before completing this form.  
Please print in black ink.

公司編號 Company Number

**42707**

1 公司名稱 Company Name

**Univan Ship Management Limited**

(註 Note 8)

2 商業名稱 Business Name

**N/A**

3 公司類別 Type of Company

請在適用的空格內加 ✓ 號 Please tick the relevant box

☒ 有股本的私人公司  
Private Company having a share capital

☐ 其他  
Others

4 本申報表日期 Date of this Return

本申報表列載公司截至右列日期為止的資料  
The information in this Return is made up to

<b>9</b>	<b>5</b>	<b>2008</b>
日 DD	月 MM	年 YYYY

(如屬有股本的私人公司，本申報表應列載截至公司成立為法團的周年日期的資料。如屬其他公司，所列載的資料則應截至公司周年大會日期或以代替周年大會的書面決議的日期為止。)

For a private company having a share capital, the information in this Return should be made up to the anniversary of the date of incorporation. For other companies, the information should be made up to the date of the annual general meeting (AGM) or the date of written resolution passed in lieu of AGM.)

(註 Note 9) 5 註冊辦事處地址 Address of Registered Office

**Suite 801, 8/F., Asian House, 1 Hennessy Road, Wanchai, Hong Kong.**

(註 Note 10) 6 電郵地址 E-mail Address

**N/A**

(註 Note 3) 提交人的資料 Presentor's Reference

姓名 Name: Knetic Corporate Services Limited

地址 Address: Room 2210, C C Wu Building,  
302 Hennessy Road,  
Wanchai, Hong Kong.

電話 Tel: 2891 2121 傳真 Fax: 2891 7007

電郵地址 E-mail Address:

檔號 Reference: UNV

指明編號 4/2007(修訂) (2007年12月)  
Specification No. 4/2007 (Revision) (Dec. 2007)

請勿填寫本欄 For Official Use

Your Receipt  
Companies Registry  
H.K.

14/05/2008 16:23:41  
Submission No.: 224076514/7  
CR NO.: 0042707  
Sh. Form.: AR1L

Revenue Code	Amount(HKD)
07	\$105.00

Receipt No.	Method	Amount(HKD)
242240121091	Chq	\$105.00
Total Paid		\$105.00

表格  
Form AR1

公司編號 Company Number

42707

## 7 按揭及押記 Mortgages and Charges

截至本申報表日期，所有須根據《公司條例》第 80 及第 82 條規定向公司註冊處處長登記的按揭及押記的未償還總額

Total Amount outstanding as of the Date of this Return on all mortgages and charges which are required to be registered with the Registrar of Companies pursuant to sections 80 and 82 of the Companies Ordinance

N/A

(註 Note 11) 8 無股本公司的成員數目 Number of Member(s) of a Company Not Having a Share Capital  
(有股本的公司無需填報此項 Company having a share capital need not complete this section)

截至本申報表日期的成員數目

Number of member(s) as at the Date of this Return

N/A

## Note 12) 9 股本 Share Capital

(無股本的公司無需填報第 9 及第 10 項 Company not having a share capital need not complete sections 9 &amp; 10)

截至本申報表日期 As at the Date of this Return					
股份類別 Class of Shares	法定股本 Authorized Share Capital  總面值 Total Nominal Value †	已發行股本 Issued Share Capital			
		已發行 股份數目 Number of Shares Issued  (a)	每股已 發行股份 的面值 Nominal Value of Each Share Issued †  (b)	已發行股份的 總面值 Total Nominal Value of Shares Issued †  (a) x (b)	已發行股份的 已繳股款總值 (不包括溢價) Total Paid up Value of Shares Issued † (excluding premium)
Ordinary	HKD 1,000.00	1,000	HKD 1.00	HKD 1,000.00	HKD 1,000.00
總值 Total	HKD 1,000.00	1,000		HKD 1,000.00	HKD 1,000.00

† 請註明貨幣單位(例如：港元、美元)  
Please specify the currency (e.g. HKD, USD)

表格  
Form AR1

公司編號 Company Number

42707

(註 Note 13) 10 有股本公司的成員詳情 Details of Member(s) of a Company Having a Share Capital  
 (有股本的公司必須填報此項。如未能盡錄於下列表格內，請用填頁 A 填報。 Company having a share capital must complete this section. Use Continuation Sheet A if there is insufficient space.)

截至本申報表日期的成員詳情 Details of Member(s) as at the Date of this Return

股份類別 Class of Shares

Ordinary

姓名／名稱 Name	地址 Address	股份 Shares		備註 Remarks	
		現時持有量 Current Holding	轉讓* Transferred *		
			數目 Number		日期 Date
Vanlink Group Limited	P.O. Box 71, Craigmulr Chambers, Road Town, Tortola, British Virgin Islands.	999			
Bretton Limited	80, Broad Street, Monrovia, Liberia.	1			
HEUD ON TRUST FOR VANLINK GROUP LTD.					
總數 Total		1,000			

\* 如公司的股份自上一份周年申報表日期以來(如屬首份周年申報表，則自公司成立為法團以來)有任何轉讓，有關詳情亦請一併申報；股份受讓人的姓名／名稱請在「備註」一欄註明。  
 \* If there have been any transfers of the company's shares since the date of the last Annual Return (or since incorporation if this is the first Annual Return), please also provide details of the transfers; the name of the transferee should be stated in the 'Remarks' column.

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表格  
Form

AR1

公司編號 Company Number

42707

## 11 秘書 Secretary

## A. 個人秘書 Individual Secretary

(如超過一名個人秘書，請用續頁B填報 Use Continuation Sheet B if more than 1 individual secretary)

中文姓名  
Name in Chinese英文姓名  
Name in English

姓氏 Surname

名字 Other Names

前用姓名  
Previous Names別名  
Alias

(註 Note 14)

香港住址  
Hong Kong  
Residential  
Address

(註 Note 15)

電郵地址  
E-mail Address

(註 Note 16)

身份證明 Identification

a 香港身份證號碼  
Hong Kong Identity Card Numberb 海外護照  
Overseas Passport

簽發國家 Issuing Country

號碼 Number

## B. 法人團體秘書 Corporate Secretary

(如超過一名法人團體秘書，請用續頁B填報 Use Continuation Sheet B if more than 1 corporate secretary)

(註 Note 17)

中文名稱  
Name in Chinese

堅力工商管理服務有限公司

(註 Note 17)

英文名稱  
Name in English

Kinetic Corporate Services Limited

(註 Note 18)

香港地址  
Hong Kong  
AddressRoom 2210, C C Wu Building, 302 Hennessy Road,  
Wanchai, Hong Kong.

(註 Note 15)

電郵地址  
E-mail Address

公司編號 Company Number

(只適用於在香港註冊的法人團體)

(Only applicable to body corporate registered in Hong Kong)

126682



表格  
Form

AR1

公司編號 Company Number

42707

## 12 董事 Director

## A. 個人董事 Individual Director

(如超過一名個人董事，請用續頁 C 填報 Use Continuation Sheet C if more than 1 individual director)

請在適用的空格內加 ✓ 號 Please tick the relevant box(es)

(註 Note 19)

身份

Capacity



董事

Director



候補董事

Alternate Director

代替 Alternate to

中文姓名

Name in Chinese

英文姓名

Name in English

Vanderperre

姓氏 Surname

Charles Arthur Joseph

名字 Other Names

前用姓名

Previous Names

別名

Alias

(註 Note 20)

住址

Residential  
AddressFlat 17B, Visalia Garden,  
48 MacDonnell Road, Hong Kong.

國家 Country

(註 Note 21)

電郵地址

E-mail Address

(註 Note 22)

身份證明 Identification

a 香港身份證號碼

Hong Kong Identity Card Number

XD325693(1)

b 海外護照

Overseas Passport

簽發國家 Issuing Country

號碼 Number



表格  
Form

AR1

(續頁 C Continuation Sheet C)

本申報表日期 Date of Return

9	5	2008
日 DD	月 MM	年 YYYY

公司編號 Company Number

42707
-------

## 個人董事詳情 (第 12A 項) Details of Individual Director (Section 12A)

請在適用的空格內加 ✓ 號 Please tick the relevant box(es)

(註 Note 19)

身份

Capacity



董事

Director



候補董事

Alternate Director

代替 Alternate to

--

中文姓名

Name in Chinese

盧	奕權
---	----

英文姓名

Name in English

Lo	Yick Kuen
姓氏 Surname	名字 Other Names

前用姓名

Previous Names

--

別名

Alias

--

(註 Note 20)

住址

Residential  
Address

Flat 5, 37/F., Block L, Sunshine City, Ma On Shan, New Territories.	
	國家 Country

(註 Note 21)

電郵地址

E-mail Address

--

(註 Note 22)

身份證明 Identification

a 香港身份證號碼

Hong Kong Identity Card Number

E346585(7)
------------

b 海外護照

Overseas Passport

--	--

簽發國家 Issuing Country

號碼 Number



表格  
Form

AR1

公司編號 Company Number

42707

12 董事 Director (續上頁 cont'd)

B. 法人團體董事 Corporate Director

(如超過兩名法人團體董事，請用續頁 D 填報 Use Continuation Sheet D if more than 2 corporate directors)

請在適用的空格內加 ✓ 號 Please tick the relevant box(es)

(註 Note 19)

1 身份

Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

中文名稱

Name in Chinese N/A

英文名稱

Name in English

(註 Note 23)

地址

Address

國家 Country

(註 Note 21)

電郵地址

E-mail Address

公司編號 Company Number

(只適用於在香港註冊的法人團體)

(Only applicable to body corporate registered in Hong Kong)

請在適用的空格內加 ✓ 號 Please tick the relevant box(es)

(註 Note 19)

2 身份

Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

中文名稱

Name in Chinese

英文名稱

Name in English

(註 Note 23)

地址

Address

國家 Country

(註 Note 21)

電郵地址

E-mail Address

公司編號 Company Number

(只適用於在香港註冊的法人團體)

(Only applicable to body corporate registered in Hong Kong)

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表格  
Form **AR1**

公司編號 Company Number

**42707**

**12 董事 Director** (續上頁 cont'd)

**C. 備任董事 Reserve Director**

(只適用於只有一名成員而該成員同時亦是唯一董事的私人公司 Only applicable to a private company with only one member who is also the sole director of the company)

中文姓名  
Name in Chinese

**N/A**

英文姓名  
Name in English

姓氏 Surname

名字 Other Names

前用姓名  
Previous Names

別名  
Alias

(註 Note 20)

住址  
Residential  
Address

國家 Country

(註 Note 21)

電郵地址  
E-mail Address

(註 Note 22)

身份證明 Identification

a 香港身份證號碼  
Hong Kong Identity Card Number

b 海外護照  
Overseas Passport

簽發國家 Issuing Country

號碼 Number



表格  
Form

AR1

公司編號 Company Number

42707

## 13 登記冊 Registers

公司備存下列登記冊的地址(如並非備存於第5項的註冊辦事處內)

Address where the following registers of the company are kept (if not kept at the Registered Office in Section 5)

登記冊 Register

地址 Address

a 成員登記冊  
Register of Members

N/A

b 債權證持有人登記冊  
(如有的話)  
Register of Debenture  
Holders (if any)

N/A

(註 Note 24) 14 隨本表格提交的帳目所涵蓋的會計期

Period Covered by Accounts Submitted with this Form

(私人公司無須填報此項 A private company need not complete this section)

日 DD	月 MM	年 YYYY
------	------	--------

至  
To

日 DD	月 MM	年 YYYY
------	------	--------

## 15 證明書 Certificate

(此項證明只適用於私人公司。如不適用，請刪去此項。)

(This Certificate should only be completed in respect of a private company. If not applicable, please delete.)

本人證明公司自上一份周年申報表日期以來(如屬首份周年申報表，則自成立為法團以來)，並無發出任何文件，邀請公眾人士認購公司任何股份或債權證；同時如成員數目於本申報表日期超過五十，則所超出的成員，全是根據《公司條例》第29(1)(b)條不須計算入該五十名額內的人士。 I certify that the company has not, since the date of the last Annual Return (or since incorporation if this is the first Annual Return), issued any invitation to the public to subscribe for any shares or debentures in the company and that if the number of members is in excess of 50 as at the Date of this Return, the excess are persons who under section 29(1)(b) of the Companies Ordinance are not to be included in the calculation of 50.

(註 Note 25) 16 公司註冊處發出的《有關董事責任的非法定指引》

'Non-statutory Guidelines on Directors' Duties' issued by the Companies Registry

所有在本申報表涵蓋期間內的任何時間在職的公司董事，均已在該段期間開始前或在他們各自獲委任前，獲發給公司註冊處所編製的《有關董事責任的非法定指引》的最新版本，以供參閱和備考。

All directors of the company in office at any time during the period covered by this return have, either before the commencement of the period or before their respective appointments, been supplied with a copy of the latest version of the 'Non-statutory Guidelines on Directors' Duties' published by the Companies Registry, for their information and reference.

本申報表包括 \_\_\_\_\_ 張續頁 A、\_\_\_\_\_ 張續頁 B、\_\_\_\_\_ 張續頁 C 及 \_\_\_\_\_ 張續頁 D。

This Return includes -- Continuation Sheet(s) A, -- Continuation Sheet(s) B, 1

Continuation Sheet(s) C and -- Continuation Sheet(s) D.

簽署 Signed :

姓名 Name : Charles Arthur Joseph Vanderperre  
董事 Director / 秘書 Secretary \*日期 Date : 9 5 2008  
日 DD / 月 MM / 年 YYYY

\*請刪去不適用者 Delete whichever does not apply

第八頁 Page 8

## Exhibit 2



---

**From:** Bharat Sharma [mailto:fleeta@univan.com.hk]  
**Sent:** Saturday, November 24, 2007 10:09  
**To:** 'Marland - Shiprepair'  
**Cc:** 'Bharat Sharma'  
**Subject:** RE: M.T.DIANA - CONFIRMATION OF BOOKING DD SPACE

To: Marland- Shiprepair  
Kind Attn: Mr. Tony IP  
From: Univan Ship Management Ltd  
Fleet A / Hong Kong  
Regarding: M.T. DIANA  
Subject: Regarding yard confirmation

Dear Tony,

Good day to you,

We are pleased to inform you that the owners have send their confirmation for booking the dry dock space for the subject vessel at Guangzhou CSSC-Oceanline GWS Marine Engineering Co. ( Ex Guangzhou Wenchong Shipyard).

**We request you to kindly send confirmation from yard side regarding taking the vessel in yard on 04/02/2008.**

We are looking forward to good working relationship with you & the yard in the near future.

Kindly acknowledge the receipt of this message & your prompt reply in this regard will be highly appreciated.

Best regards  
Bharat Sharma / Technical superintendent  
For, Univan Ship Management  
As Agent Only  
Add: Suite 801, 8th Floor, Asian House,  
1, Hennessy Road, Wanchai Hong Kong  
Mobile: +852-9147 9150  
Tel: +852 - 2527 0058 (Extn, 25)  
Fax: +852 - 2861 0742  
Email: fleeta@univan.com.hk

# Exhibit 3



NKJ - 91-6246222373 # 282

91-9431015720 <

**From:** Marland - Shiprepair [mailto:shiprepair@marland.com.hk]  
**Sent:** Monday, November 26, 2007 09:41  
**To:** fleeta@univan.com.hk  
**Cc:** shiprepair@gzdock.com; 'Bharat Sharma'  
**Subject:** M.T.DIANA - CONFIRMATION OF BOOKING DD SPACE

**To :** Univan Ship Management Co.  
**Attn :** Mr. Bharat Sharma  
**Subject :** m/t "DIANA" - Docking / Repair ( Updated Quotation )

Dear Mr. Bharat Sharma san,

Good morning.

Re your e-mail we thank you very much for written firm booking for the above subject vessel's forthcoming docking repair at Guangzhou CSSC-Oceanline GWS Marine Engineering Co.

Would like to inform our shipyard principal acknowledge receipt your order and confirm they will arrange their dock space and make all necessary arrangement in advance. We have the following e-mail from the shipyard business manager and pleased to copy for your reference.

Qte

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----- Original Message -----

**From:** James Zhao

**To:** Marland - Shiprepair

**Cc:** linjin

**Sent:** Monday, November 26, 2007 8:57 AM

**Subject:** m/v "DIANA" - Accept owner's firm booking order

Dear Mr.Ip

Thanks for your message below

Please kindly inform owner that we accept their firm booking order subject vessel's docking repair in our yard.

We will make a proper preparation for accommodate her

Thanks / Best Regards

---

James Zhao  
Marketing Dep.  
GUANGZHOU CSSC-OCEANLINE-GWS  
MARINE ENGINEERING CO., LTD.

Tel:+86 20 82494190  
Fax:+86 20 82397534  
Mob:+86 13902234210  
Un-Qte  
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Please inform your vessel's local agent when you appointed and our shipyard can close contact with them for vessel's latest movement. Thank you.

Good day & best regards  
Tony Ip / Marland Technical Services Ltd.  
Tel : 852 - 2571 9322  
Mob : 852 - 9451 6189  
e-mail : [shiprepair@marland.com.hk](mailto:shiprepair@marland.com.hk)